

WACHTELL, LIPTON, ROSEN & KATZ  
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*327(e) Counsel for Debtors  
and Debtors in Possession*

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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<b>In re:</b>	:	
	:	<b>Chapter 11</b>
<b>SEARS HOLDINGS CORPORATION, et al.,:</b>	:	
	:	<b>Case No. 18-23538 (RDD)</b>
	:	
<b>Debtors.*</b>	:	<b>(Jointly Administered)</b>
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**FIRST MONTHLY FEE STATEMENT OF  
WACHTELL, LIPTON, ROSEN & KATZ FOR COMPENSATION FOR  
SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED  
AS ATTORNEYS FOR DEBTORS FOR THE PERIOD  
FROM OCTOBER 15, 2018 THROUGH DECEMBER 31, 2018**

**Name of Applicant:** Wachtell, Lipton, Rosen & Katz,

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\* The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Attorneys for Debtor and Debtor in Possession

<b>Date of Retention:</b>	November 19, 2018 <i>Nunc pro tunc</i> to October 15, 2018
<b>Period for Which Fees and Expenses are Incurred:</b>	October 15, 2018 through and December 31, 2018
<b>Monthly Fees Incurred:</b>	\$463,657.50
<b>Less 20% Holdback:</b>	\$ 92,731.50
<b>Monthly Expenses Incurred:</b>	\$ 5,361.16
<b>Total Fees and Expenses Due:</b>	\$376,287.16
<b>This is a</b>	<u>X</u> Monthly ___ Interim ___ Final Fee Application

In accordance with the *Order Authorizing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [ECF No. 796] (the “Interim Compensation Order”),<sup>†</sup> Wachtell, Lipton, Rosen & Katz (“WLRK”) hereby submits this first monthly fee statement (the “First Monthly Fee Statement”), seeking compensation for services rendered and reimbursement of expenses incurred as 327(e) counsel to the Debtors, for the period from October 15, 2018 through December 31, 2018 (the “First Monthly Fee Period”). By this First Monthly Fee Statement, WLRK seeks payment in the amount of \$376,287.16, which comprises (i) \$370,926.00, which represents eighty percent (80%) of the total amount of compensation sought for actual and necessary services rendered during the First Monthly Fee Period and (ii) reimbursement of \$5,361.16, which represents one hundred percent (100%) of actual and necessary expenses incurred in connection with such services.

#### **Services Rendered and Expenses Incurred**

1. Attached as Exhibit A is a summary of WLRK’s professionals by individual, setting forth the (i) name, title, and department of each individual who provided services in

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<sup>†</sup> Capitalized terms used herein but not otherwise defined herein have the meanings ascribed to them in the Interim Compensation Order.

connection with the Chapter 11 Cases during the First Monthly Fee Period, (ii) aggregate hours spent by each individual, (iii) hourly billing rate for each such individual at WLRK's then current billing rates, (iv) amount of fees earned by each WLRK professional, and (v) the year of bar admission for each attorney. The blended hourly billing rate of WLRK attorneys during the First Monthly Fee Period is approximately \$1,211.84. The blended hourly rate of paralegals during the First Monthly Fee Period is approximately \$275.00.

2. Attached as Exhibit B is a summary of the services rendered and compensation sought, by project category, for the First Monthly Fee Period.

3. Attached as Exhibit C is a summary of expenses incurred and reimbursement sought, by expense type, for the First Monthly Fee Period.

4. Attached as Exhibit D is itemized time detail of WLRK professionals for the First Monthly Fee Period and summary materials related thereto.

#### **Notice and Objection Procedures**

Notice of this First Monthly Fee Statement shall be given by hand or overnight delivery or email where available upon (i) Sears Holdings Corporation, 3333 Beverly Road, Hoffman Estates, Illinois 60179, Attention: Rob Riecker (email: Rob.Riecker@searshc.com) and Luke Valentino (email: Luke.Valentino@searshc.com); (ii) counsel to the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153, Attention: Ray C. Schrock (email: ray.schrock@weil.com), Jacqueline Marcus (email: jacqueline.marcus@weil.com), Garrett A. Fail (email: garrett.fail@weil.com), and Sunny Singh (email: sunny.singh@weil.com); (iii) William K. Harrington, the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, NY 10014, Attention: Paul Schwartzberg (e-mail: paul.schwartzberg@usdoj.gov) and Richard Morrissey (e-mail: richard.morrissey@usdoj.gov);

(iv) counsel to the Official Committee of Unsecured Creditors, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York, 10036, Attention: Philip C. Dublin (email: pdublin@akingump.com), Ira Dizengoff (email: idizengoff@akingump.com), and Sara Lynne Brauner (email: sbrauner@akingump.com); and (v) counsel to Bank of America, N.A., Skadden, Arps, Slate, Meagher & Flom LLP, 4 Times Square, New York, NY 10036, Attention: Paul D. Leake (email: paul.leake@skadden.com), Shana A. Elberg (email: shana.elberg@skadden.com) and George R. Howard (email: george.howard@skadden.com) (collectively, the “Notice Parties”).

Objections to this First Monthly Fee Statement, if any, must be filed with the Court and served upon the Notice Parties so as to be received no later than **January 31, 2019** (the “Objection Deadline”), setting forth the nature of the objection and the amount of fees or expenses at issue (an “Objection”).

If no objections to this First Monthly Fee Statement are filed and served as set forth above, the Debtors shall promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses identified herein.

If an objection to this First Monthly Fee Statement is received on or before the Objection Deadline, the Debtors shall withhold payment of that portion of this First Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such an objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing to be heard by the Court.

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Dated: January 16, 2019  
New York, New York

/s/ Scott K. Charles  
WACHTELL, LIPTON, ROSEN & KATZ  
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Scott K. Charles  
Amy R. Wolf

*327(e) Counsel for Debtors and Debtors in  
Possession*

**EXHIBIT A**

**SUMMARY OF FIRST MONTHLY FEE STATEMENT OF  
WACHTELL, LIPTON, ROSEN & KATZ FOR SERVICES RENDERED  
FOR THE PERIOD OCTOBER 15, 2018 THROUGH DECEMBER 31, 2018**

<b>NAME OF PROFESSIONAL:</b>	<b>DEPARTMENT<sup>‡</sup></b>	<b>YEAR ADMITTED<sup>§</sup></b>	<b>HOURLY RATE</b>	<b>TOTAL HOURS BILLED</b>	<b>TOTAL COMPENSATION</b>
Neff, Daniel A. (Partner)	CORP	1978	\$ 1,400.00	0.60	\$ 840.00
Charles, Scott K. (Partner)	REFI	1985	\$ 1,400.00	211.20	\$ 295,680.00
Panovka, Robin (Partner)	RE M&A	1993	\$ 1,400.00	11.00	\$ 15,400.00
Wolf, Amy R. (Of Counsel)	REFI	1980	\$ 1,300.00	9.20	\$ 11,960.00
Chen, Dianna (Counsel)	RE M&A	2000	\$ 975.00	10.25	\$ 9,993.75
Koenig, Mark A. (Counsel)	RE M&A	2001	\$ 975.00	1.00	\$ 975.00
Adlerstein, David M. (Counsel)	CORP	2003	\$ 1,000.00	1.10	\$ 1,100.00
Snyder, Neil M. (Counsel)	REFI	2012	\$ 925.00	127.20	\$ 117,660.00
Ross, Richard M. (Associate)	RE M&A	1970	\$ 850.00	2.60	\$ 2,210.00
Chatani, Neil K. (Associate)	REFI	2012	\$ 925.00	8.40	\$ 7,770.00
Roccisano, Suzanne (Paralegal)	RE M&A	N/A	\$ 275.00	0.25	\$ 68.75
<b>Total Professionals:</b>				<b>382.80</b>	<b>\$ 463,657.50</b>

<b>PROFESSIONALS</b>	<b>BLEND ED RATE</b>	<b>TOTAL HOURS BILLED</b>	<b>TOTAL COMPENSATION</b>
<b>TOTALS:</b>			
Partners and Counsel	\$ 1,220.86	371.55	\$ 453,608.75
Associates	\$ 907.27	11.00	\$ 9,980.00
Paraprofessionals and other non-legal staff	\$ 275.00	0.25	\$ 68.75
<b>Blended Attorney Rate</b>	<b>\$ 1,211.84</b>		
<b>Total Fees Incurred</b>		<b>382.80</b>	<b>\$ 463,657.50</b>

<sup>‡</sup> CORP – Corporate; RE M&A – Real Estate M&E; REFI – Restructuring & Finance

<sup>§</sup> To the bar of the State of New York unless otherwise noted.

**EXHIBIT B**

**SUMMARY BY PROJECT CATEGORY FOR THE PERIOD OCTOBER 15, 2018  
THROUGH DECEMBER 31, 2018**

<b>Project Category</b>	<b>TOTAL HOURS BILLED</b>	<b>TOTAL COMPENSATION</b>
Asset Disposition (002)	195.30	\$ 238,352.50
Business Operations (006)	0.90	\$ 940.00
Case Administration (007)	32.90	\$ 41,095.00
Claims Administration and Objections (008)	34.20	\$ 44,295.00
Corporate Governance (009)	1.30	\$ 1,820.00
Employee Benefits and Pensions (010)	14.30	\$ 19,022.50
Employment and Fee Applications (011)	15.40	\$ 16,755.00
Financing and Cash Collateral (013)	27.90	\$ 28,847.50
Real Estate (018)	60.60	\$ 72,530.00
<b>Total Fees Incurred</b>	<b>382.80</b>	<b>\$ 463,657.50</b>

**EXHIBIT C**

**EXPENSE SUMMARY FOR THE PERIOD OCTOBER 15, 2018 THROUGH  
DECEMBER 31, 2018**

<b>EXPENSES</b>	<b>AMOUNTS</b>
Duplicating	\$ 1.65
Travel – Local Attorneys	\$ 1,912.90
Travel – Local Staff	\$ 457.90
Library – Westlaw Recovery	\$ 338.78
Word Processing	\$ 105.00
Meals – Attorneys	\$ 2,358.09
Meals – Paralegals	\$ 69.49
Meals – Support Staff	\$ 18.18
O/S Filing & Witness Fees	\$ 70.00
O/S Proofreading	\$ 7.38
O/S Telephone	\$ 21.79
<b>Total Expenses Requested:</b>	<b>\$ 5,361.16</b>



**EXHIBIT D**

**ITEMIZED TIME DETAIL FOR THE PERIOD OCTOBER 15, 2018 THROUGH  
DECEMBER 31, 2018**

*See attached.*

Work Date	Last Name	First Name	Title	Project Category	Hours	Work Amount	Description
10/16/2018	Charles	Scott K.	Partner	002	4.80	6,720.00	Review 142 Store Closing list and four wall EBITDA information relating thereto; review provisions of Security Master Lease in connection therewith; telephone calls with various parties relating to the foregoing matters; status of the case and various claims
10/17/2018	Charles	Scott K.	Partner	002	3.20	4,480.00	Review various financial information regarding pending store sales; telephone calls with various parties regarding the foregoing, store closing sales, vendor issues, potential sale transactions and status of the case
10/17/2018	Snyder	Neil M.	Counsel	002	0.90	832.50	Landlord side letters
10/18/2018	Charles	Scott K.	Partner	002	2.30	3,220.00	Review information regarding store closing sales; telephone calls with various parties regarding store closing sales and status of the case
10/18/2018	Snyder	Neil M.	Counsel	002	0.50	462.50	Telephone calls regarding landlord side letters
10/19/2018	Charles	Scott K.	Partner	002	0.70	980.00	Telephone calls with various parties regarding store closing sales and status of the case
10/19/2018	Snyder	Neil M.	Counsel	002	0.40	370.00	Calls regarding landlord side letters
10/22/2018	Charles	Scott K.	Partner	002	2.80	3,920.00	Review various materials/objections regarding store closings; telephone calls with various parties regarding store closing sales, objections to the same and status of the case.
10/22/2018	Snyder	Neil M.	Counsel	002	1.50	1,387.50	Landlord side letters and calls regarding same
10/23/2018	Charles	Scott K.	Partner	002	1.40	1,960.00	Review various objections to Abacus; telephone calls with various parties regarding store closing sales and status of the case
10/23/2018	Snyder	Neil M.	Counsel	002	4.90	4,532.50	Store closing order; landlord side letters and calls regarding same
10/24/2018	Charles	Scott K.	Partner	002	3.30	4,620.00	review various objections to store closing process; telephone calls with various parties relating to store closing matters and related objections, real estate matters, A&G agreement, landlord side letters, potential sale transaction, PBGC escrow, WLRK retention and status of the case
10/24/2018	Snyder	Neil M.	Counsel	002	8.70	8,047.50	Landlord side letters and calls regarding same; store closing order
10/25/2018	Wolf	Amy R.	Of Counsel	002	0.30	390.00	Calls re store closing objections
10/25/2018	Charles	Scott K.	Partner	002	4.80	6,720.00	Review objections to store closing process; review proposed order regarding procedures for store closing sales/liquidation consultant; attention to store closing hearing; telephone calls with various parties regarding the foregoing, and status of the case
10/25/2018	Snyder	Neil M.	Counsel	002	4.50	4,162.50	Revisions of landlord side letters and calls regarding same
10/26/2018	Charles	Scott K.	Partner	002	0.70	980.00	Review correspondence regarding side letters; telephone calls with various parties regarding landlord side letters, store closing matters and status of the case
10/26/2018	Snyder	Neil M.	Counsel	002	0.80	740.00	Landlord side letters
10/29/2018	Charles	Scott K.	Partner	002	0.90	1,260.00	Telephone calls with various parties regarding store closing matters and status of the case
10/29/2018	Snyder	Neil M.	Counsel	002	0.50	462.50	Lefmark side letter
10/30/2018	Snyder	Neil M.	Counsel	002	0.80	740.00	Side letters
10/31/2018	Charles	Scott K.	Partner	002	2.30	3,220.00	Telephone calls with various parties regarding store closing process, sales, side letters and status of the case
10/31/2018	Snyder	Neil M.	Counsel	002	0.70	647.50	Communication with landlord counsel; NW side letter
11/01/2018	Charles	Scott K.	Partner	002	1.10	1,540.00	Telephone calls with various parties regarding sales and status of the case
11/02/2018	Charles	Scott K.	Partner	002	1.60	2,240.00	Review emails; telephone calls with various parties regarding sale process, sale of protection agreements and status of the case
11/05/2018	Charles	Scott K.	Partner	002	1.90	2,660.00	Telephone calls with various parties regarding sales process, Innovel, IP and status of the case
11/06/2018	Charles	Scott K.	Partner	002	0.70	980.00	Telephone calls with various parties regarding the sales process and status of the case
11/06/2018	Snyder	Neil M.	Counsel	002	2.30	2,127.50	Side letters; distribution of financing documents; communication regarding the foregoing
11/07/2018	Snyder	Neil M.	Counsel	002	1.50	1,387.50	Side letters; communication re same
11/08/2018	Charles	Scott K.	Partner	002	1.00	1,400.00	Review notice re: additional Store closings; telephone calls with various parties regarding store closing process and status of the case
11/08/2018	Snyder	Neil M.	Counsel	002	3.00	2,775.00	Side letters; communication re transaction status
11/09/2018	Charles	Scott K.	Partner	002	2.00	2,800.00	Review emails re Store rationalization plan; telephone calls with various parties regarding the foregoing, store closing process and status of the case
11/09/2018	Snyder	Neil M.	Counsel	002	1.00	925.00	Side letters
11/12/2018	Charles	Scott K.	Partner	002	3.90	5,460.00	Review Company/Mill presentation to Comm; review Gordon/Hilco Store Closing Agreement; review emails; telephone calls with various parties regarding the foregoing, business plan and status of the case
11/12/2018	Snyder	Neil M.	Counsel	002	0.50	462.50	Side letters
11/13/2018	Wolf	Amy R.	Of Counsel	002	0.30	390.00	Review filings re auction procedures.
11/13/2018	Charles	Scott K.	Partner	002	3.10	4,340.00	Review materials prepared by Company/Mill re: Business Plan/go forward process/projections; review Debtors' pleadings re: 363 process/Global bidding reply; telephone calls with various parties regarding the foregoing, and status of the case
11/13/2018	Snyder	Neil M.	Counsel	002	0.50	462.50	Side letters; distribution of financing documents
11/14/2018	Charles	Scott K.	Partner	002	0.20	280.00	Telephone calls regarding the store closing process and status of the case
11/14/2018	Snyder	Neil M.	Counsel	002	2.00	1,850.00	Side letters; review of filings

Work Date	Last Name	First Name	Title	Project Category	Hours	Work Amount	Description
11/15/2018	Charles	Scott K.	Partner	002	0.90	1,260.00	Telephone calls with various parties regarding store closing process and status of the case
11/15/2018	Snyder	Neil M.	Counsel	002	0.50	462.50	Side letters; communication re transaction status
11/16/2018	Charles	Scott K.	Partner	002	1.10	1,540.00	Review various pleadings/papers/emails; telephone calls with various parties regarding store closing process and status of the case
11/16/2018	Snyder	Neil M.	Counsel	002	1.00	925.00	Side letters
11/19/2018	Charles	Scott K.	Partner	002	1.00	1,400.00	Telephone calls with various parties regarding store closing process and status of the case
11/20/2018	Charles	Scott K.	Partner	002	0.60	840.00	Telephone calls regarding store closing and status of the case
11/20/2018	Snyder	Neil M.	Counsel	002	1.20	1,110.00	Side letters; communication re financing agreements
11/21/2018	Charles	Scott K.	Partner	002	0.40	560.00	Telephone calls with various parties regarding store closing process and status of the case
11/21/2018	Snyder	Neil M.	Counsel	002	0.50	462.50	Side letters
11/26/2018	Charles	Scott K.	Partner	002	0.80	1,120.00	Telephone calls with various parties regarding store closing process and status of the case
11/26/2018	Snyder	Neil M.	Counsel	002	0.50	462.50	Communication re liquidation proposals
11/27/2018	Charles	Scott K.	Partner	002	1.00	1,400.00	Telephone calls with various parties regarding store closing process and status of the case
11/27/2018	Snyder	Neil M.	Counsel	002	1.80	1,665.00	Liquidation process letter; conference call regarding liquidation process letter; side letters
11/28/2018	Charles	Scott K.	Partner	002	1.70	2,380.00	Review proposed business plan re 505 store and financial information thereon; telephone calls with various parties regarding the foregoing, store closing process and status of the case
11/29/2018	Snyder	Neil M.	Counsel	002	0.50	462.50	Review of public filings; communication regarding same
11/30/2018	Charles	Scott K.	Partner	002	1.80	2,520.00	Review pleadings re: Uhaul sale; review and comment on GOB process letter; telephone calls with various parties regarding the foregoing and status of the case
11/30/2018	Snyder	Neil M.	Counsel	002	0.90	832.50	Side letters; review of financing transactions; communication regarding same
12/01/2018	Snyder	Neil M.	Counsel	002	0.70	647.50	Review of liquidation process letter; communication regarding same
12/03/2018	Charles	Scott K.	Partner	002	1.10	1,540.00	Review various pleadings/papers; telephone calls with various parties regarding store closing process and status of the case
12/04/2018	Charles	Scott K.	Partner	002	0.60	840.00	Review materials re store closing sale process; telephone calls with various parties regarding store closing process and status of the case
12/05/2018	Charles	Scott K.	Partner	002	0.60	840.00	Telephone calls regarding store closing process and status of the case
12/06/2018	Charles	Scott K.	Partner	002	1.10	1,540.00	Review ESL bid; telephone calls with various parties regarding store closing process and status of the case
12/06/2018	Snyder	Neil M.	Counsel	002	0.50	462.50	Side letters
12/07/2018	Charles	Scott K.	Partner	002	2.70	3,780.00	Review terms of various liquidator bids; review emails regarding liquidator bids; telephone calls with various parties regarding the foregoing
12/07/2018	Snyder	Neil M.	Counsel	002	0.60	555.00	Liquidator bids
12/08/2018	Charles	Scott K.	Partner	002	2.50	3,500.00	Review various store closing bids and related documentation; telephone calls with various parties regarding the same
12/09/2018	Charles	Scott K.	Partner	002	0.30	420.00	Telephone calls with various parties regarding store closing process and status of the case
12/09/2018	Snyder	Neil M.	Counsel	002	2.40	2,220.00	Liquidator bid analysis; communication re same
12/10/2018	Charles	Scott K.	Partner	002	1.50	2,100.00	Review materials from M-III regarding sales process; review liquidation bid from GB/Hilco; telephone calls with various parties regarding store closing process and status of the case
12/10/2018	Snyder	Neil M.	Counsel	002	0.80	740.00	Liquidator diligence; communication re same
12/11/2018	Charles	Scott K.	Partner	002	2.50	3,500.00	Review materials re: GOB sales; review emails regarding ESL potential bid; telephone calls with various parties regarding the foregoing and status of the case
12/11/2018	Snyder	Neil M.	Counsel	002	0.60	555.00	Side letters; communication re transaction status
12/12/2018	Charles	Scott K.	Partner	002	4.00	5,600.00	Review and comment on Mill's wind down project plan; review and comment on GOB presentation; telephone calls with various parties regarding the foregoing, store closing process and status of the case
12/13/2018	Snyder	Neil M.	Counsel	002	0.50	462.50	Side letters; communication re transaction status
12/14/2018	Charles	Scott K.	Partner	002	5.00	7,000.00	Review M-III deck regarding creditor recovery consideration and comment thereon; telephone calls with various parties regarding creditor recovery deck, store closing process, liquidator proposals and status of the case
12/14/2018	Snyder	Neil M.	Counsel	002	1.00	925.00	Liquidator bid process; communication re same
12/15/2018	Charles	Scott K.	Partner	002	0.90	1,260.00	Review various materials regarding store closing process; telephone calls with various parties regarding the foregoing and status of the case
12/16/2018	Charles	Scott K.	Partner	002	2.60	3,640.00	Review M-III deck on store closing bids and comment thereon; telephone calls with various parties regarding the foregoing, various claims and status of the case
12/16/2018	Snyder	Neil M.	Counsel	002	0.50	462.50	Agency agreement

Work Date	Last Name	First Name	Title	Project Category	Hours	Work Amount	Description
							Review and comment on revised GOB materials prepared by M-III; review additional revisions to Abacus proposal/comparing with other liquidation bids; review and comment on creditor recovery deck; telephone calls with various parties regarding the foregoing, liquidator proposals and status of the case
12/17/2018	Charles	Scott K.	Partner	002	4.00	5,600.00	
12/17/2018	Snyder	Neil M.	Counsel	002	1.00	925.00	Review of liquidator bid deck; communication regarding same
							Review revised proposal from Tiger/GA; review and comment on revised creditor recovery deck; attention to hearing; review terms of SB360 proposal; review agency agreement precedents; telephone calls with various parties regarding store closing process, liquidator bids and status of the case
12/18/2018	Charles	Scott K.	Partner	002	4.70	6,580.00	
12/18/2018	Snyder	Neil M.	Counsel	002	2.00	1,850.00	Liquidator bid process; agency agreement; communication regarding the foregoing
							Review pleadings/papers regarding 12/20 hearing; review revised liquidation bids from Tiger/GA and Gordon/Hilco; telephone calls with various process regarding store closing process, agency agreement and status of the case
12/19/2018	Charles	Scott K.	Partner	002	4.60	6,440.00	
12/19/2018	Snyder	Neil M.	Counsel	002	1.50	1,387.50	Liquidator bidding process; communication regarding same
							Review draft agency agreement; review email correspondence; telephone calls with various parties regarding the foregoing
12/20/2018	Charles	Scott K.	Partner	002	2.10	2,940.00	
							Review emails regarding GOB process; continued review and comment on draft agency agreement; telephone calls with various parties regarding store closing process, agency agreement, various claims and status of the case
12/21/2018	Charles	Scott K.	Partner	002	4.50	6,300.00	
12/21/2018	Snyder	Neil M.	Counsel	002	3.50	3,237.50	Agency agreement; communication regarding the same and liquidator bid process; various related conference calls
							Review and comment on revised draft agency agreement; review precedents; telephone calls with various parties regarding the same
12/22/2018	Charles	Scott K.	Partner	002	2.40	3,360.00	
12/22/2018	Snyder	Neil M.	Counsel	002	2.80	2,590.00	Agency agreement
							Review and comment on revised draft agency agreement; telephone calls with various parties regarding agency agreement
12/23/2018	Charles	Scott K.	Partner	002	5.20	7,280.00	
12/23/2018	Snyder	Neil M.	Counsel	002	5.20	4,810.00	Conference call re agency agreement; preparation for same; agency agreement; communication re same
							Review and comment on revised agency agreement; telephone calls with various parties regarding the same
12/24/2018	Charles	Scott K.	Partner	002	2.00	2,800.00	
12/24/2018	Snyder	Neil M.	Counsel	002	0.50	462.50	Communication re liquidator bid process
							Review revisions to agency agreement; telephone calls with various parties regarding agency agreement and status of the case
12/26/2018	Charles	Scott K.	Partner	002	1.70	2,380.00	
12/26/2018	Snyder	Neil M.	Counsel	002	1.50	1,387.50	Agency agreement; communication regarding same
							Review email correspondence from liquidator bidders regarding inventory diligence; telephone calls with various parties regarding agency agreement, store closing process and status of the case
12/27/2018	Charles	Scott K.	Partner	002	1.40	1,960.00	
12/27/2018	Snyder	Neil M.	Counsel	002	0.60	555.00	Communication regarding liquidator bids
							Review of agency agreement mark-ups from Gordon/Hilco and Tiger/GA; review email correspondence regarding liquidator bids; review ESL proposal; review SB/360 proposal; review Abacus confirmation; telephone calls with various parties regarding store closing bids and status of the transaction
12/28/2018	Charles	Scott K.	Partner	002	4.00	5,600.00	
12/28/2018	Snyder	Neil M.	Counsel	002	0.70	647.50	Review of liquidator bids
							Review various revised proposals regarding agency agreements from liquidators; telephone calls with various parties regarding the same
12/29/2018	Charles	Scott K.	Partner	002	2.60	3,640.00	
12/29/2018	Snyder	Neil M.	Counsel	002	1.80	1,665.00	Review of liquidator bids; communication regarding same
							Communication regarding liquidator bids and agency agreement; review of deck
							Review draft agency agreement revisions; review agency agreement issues list; review emails regarding store closing process; review emails regarding data files; telephone calls with various parties regarding agency agreement, store closing process and status of the case
12/31/2018	Charles	Scott K.	Partner	002	4.40	6,160.00	
12/31/2018	Snyder	Neil M.	Counsel	002	0.80	740.00	Communication regarding liquidator bids
10/15/2018	Adlerstein	David M.	Counsel	006	0.20	200.00	Attention to emails regarding bankruptcy
10/16/2018	Adlerstein	David M.	Counsel	006	0.40	400.00	Attention to bankruptcy matters
10/29/2018	Charles	Scott K.	Partner	006	0.10	140.00	Review email regarding SBD contingent payment report
10/29/2018	Adlerstein	David M.	Counsel	006	0.20	200.00	Attention to bankruptcy matters
							Review filed first day pleadings and agenda; travel to and attend first day hearings in White Plains; telephone calls with various parties related to the foregoing and the status of the case
10/15/2018	Charles	Scott K.	Partner	007	8.90	12,460.00	
10/15/2018	Snyder	Neil M.	Counsel	007	5.50	5,087.50	First day hearing and related travel
10/15/2018	Chatani	Neil K.	Associate	007	1.70	1,572.50	Review first day pleadings
10/31/2018	Neff	Daniel A.	Partner	007	0.60	840.00	Attention to bankruptcy matters
11/06/2018	Charles	Scott K.	Partner	007	1.20	1,680.00	Review 2004 by Committee; calls re same
11/07/2018	Charles	Scott K.	Partner	007	0.40	560.00	Review emails
							Review various pleadings/papers; review email correspondence re: Committee and 2004 motion; telephone calls re the foregoing
11/14/2018	Charles	Scott K.	Partner	007	2.10	2,940.00	
							Attention to hearing; review various pleadings/papers in connection therewith
11/15/2018	Charles	Scott K.	Partner	007	4.50	6,300.00	
11/15/2018	Snyder	Neil M.	Counsel	007	2.00	1,850.00	Attention to second day hearing

Work Date	Last Name	First Name	Title	Project Category	Hours	Work Amount	Description
12/07/2018	Adlerstein	David M.	Counsel	007	0.30	300.00	Attention to bankruptcy matters
12/20/2018	Charles	Scott K.	Partner	007	4.70	6,580.00	Attention to omnibus hearing
12/20/2018	Snyder	Neil M.	Counsel	007	1.00	925.00	Attention to omnibus hearing
10/16/2018	Wolf	Amy R.	Of Counsel	008	0.30	390.00	Calls re Sears Canada
10/16/2018	Charles	Scott K.	Partner	008	1.30	1,820.00	Calls re SRCAC/intercompany claims and Sears Canada; review certain public financial information in connection therewith
10/16/2018	Snyder	Neil M.	Counsel	008	1.50	1,387.50	Review of MTN documents and communication regarding same; communication regarding SRAC exchange notes
10/17/2018	Charles	Scott K.	Partner	008	0.40	560.00	Calls re Sears Re
10/18/2018	Wolf	Amy R.	Of Counsel	008	0.10	130.00	Call re Sears Canada
10/18/2018	Charles	Scott K.	Partner	008	2.00	2,800.00	Review certain materials re Sears Re; telephone calls with various parties re Sears Re and Sears Canada
10/18/2018	Snyder	Neil M.	Counsel	008	1.20	1,110.00	Telephone calls regarding SHS and Sears Re; preparation for same;
10/19/2018	Charles	Scott K.	Partner	008	0.60	840.00	Review correspondence from Indenture Trustee with respect to SRAC notes
10/23/2018	Charles	Scott K.	Partner	008	1.80	2,520.00	Review materials regarding protection agreements and Sears Re; review correspondence with trustee regarding MTNs; calls regarding foregoing
10/23/2018	Snyder	Neil M.	Counsel	008	1.20	1,110.00	Call re KCD structure and associated preparation
10/24/2018	Charles	Scott K.	Partner	008	0.90	1,260.00	Review certain documents regarding Sears Re; telephone calls regarding protection agreements
10/26/2018	Charles	Scott K.	Partner	008	2.00	2,800.00	Review protection agreement deck; review emails regarding protection agreements; review correspondence from various states regarding protection agreements; telephone calls re the foregoing
10/26/2018	Snyder	Neil M.	Counsel	008	0.80	740.00	Calls regarding SHS business structure
10/29/2018	Charles	Scott K.	Partner	008	0.30	420.00	Review emails regarding protection agreements and various state notices
10/30/2018	Charles	Scott K.	Partner	008	0.60	840.00	Review emails re protection agreements; calls re same
11/05/2018	Charles	Scott K.	Partner	008	0.40	560.00	Review materials re protection agreements;
11/06/2018	Wolf	Amy R.	Of Counsel	008	0.50	650.00	Read litigation monitor's report (Sears Canada).
11/06/2018	Charles	Scott K.	Partner	008	1.10	1,540.00	Review pleadings re Sears Canada; telephone calls re same and MTNs
11/07/2018	Wolf	Amy R.	Of Counsel	008	0.30	390.00	Calls re Sears Canada
11/07/2018	Charles	Scott K.	Partner	008	1.30	1,820.00	Review various documents re Sears Canada/Monitor's report; telephone calls re same
11/08/2018	Wolf	Amy R.	Of Counsel	008	0.60	780.00	Conf. call re Sears Canada litigation.
11/08/2018	Charles	Scott K.	Partner	008	1.40	1,960.00	Review materials re: Sears Canada claims; telephone calls re same
11/09/2018	Charles	Scott K.	Partner	008	0.20	280.00	Telephone calls re MTNs
11/13/2018	Charles	Scott K.	Partner	008	0.20	280.00	Telephone calls re Sears Canada
11/14/2018	Wolf	Amy R.	Of Counsel	008	0.80	1,040.00	Emails and calls re Sears Canada
11/14/2018	Charles	Scott K.	Partner	008	0.90	1,260.00	Review emails re: Sears Canada; review pleadings re MTNs; telephone calls with various parties regarding the foregoing
11/15/2018	Wolf	Amy R.	Of Counsel	008	0.10	130.00	Call re Sears Canada
11/15/2018	Charles	Scott K.	Partner	008	0.10	140.00	Calls re Sears Canada
11/16/2018	Charles	Scott K.	Partner	008	0.30	420.00	Telephone calls re Sears Canada
11/19/2018	Charles	Scott K.	Partner	008	0.50	700.00	Review various pleadings/papers; telephone calls re MTNs
11/19/2018	Snyder	Neil M.	Counsel	008	1.50	1,387.50	Attention to MTN hearing; communication re same
11/20/2018	Charles	Scott K.	Partner	008	0.70	980.00	Review emails re: Sears Canada; telephone calls with various parties regarding the foregoing
11/21/2018	Wolf	Amy R.	Of Counsel	008	0.10	130.00	Call re Sears Canada
11/21/2018	Charles	Scott K.	Partner	008	1.50	2,100.00	Review materials re: Sears Canada/Factum of Monitor, 27th Supplement, Factum of Litigation Inspector; review pleadings/papers; telephone calls with various parties re the same
11/26/2018	Wolf	Amy R.	Of Counsel	008	1.80	2,340.00	Review filings in Sears Canada; communication re same
11/26/2018	Charles	Scott K.	Partner	008	0.80	1,120.00	Review pleadings/papers re: Sears Canada; telephone calls re the same
11/29/2018	Charles	Scott K.	Partner	008	0.30	420.00	Review emails/correspondence; telephone calls with various parties regarding Sears Canada and status of the case
12/05/2018	Charles	Scott K.	Partner	008	0.10	140.00	Review emails regarding Sears Canada
12/06/2018	Wolf	Amy R.	Of Counsel	008	0.10	130.00	Call re Sears Canada
12/06/2018	Charles	Scott K.	Partner	008	0.10	140.00	Call re Sears Canada
12/12/2018	Wolf	Amy R.	Of Counsel	008	0.20	260.00	Emails re stay in Sears Canada litigation.
12/13/2018	Charles	Scott K.	Partner	008	1.20	1,680.00	Review pleadings/papers regarding Sears Canada litigation; review corresp re motion to extend stay; telephone calls re the foregoing and status of the case
12/17/2018	Wolf	Amy R.	Of Counsel	008	1.00	1,300.00	Telephone calls and emails regarding Sears Canada and stay extension motion
12/17/2018	Charles	Scott K.	Partner	008	0.60	840.00	Review emails regarding Sears Canada/Sears automatic stay extension; calls re same
12/18/2018	Wolf	Amy R.	Of Counsel	008	0.50	650.00	Various calls re stay extension motion and Sears Canada.
10/25/2018	Charles	Scott K.	Partner	009	1.30	1,820.00	Restructuring Committee; review emails regarding proposed supplemental resolutions; telephone calls re same
10/16/2018	Charles	Scott K.	Partner	010	0.80	1,120.00	Calls re PBGC claims
10/23/2018	Charles	Scott K.	Partner	010	1.30	1,820.00	Review correspondence with US Bank regarding PBGC escrow account and PA Protection Account; calls re same
10/24/2018	Charles	Scott K.	Partner	010	0.30	420.00	Telephone calls re PBGC escrow
10/30/2018	Charles	Scott K.	Partner	010	1.30	1,820.00	Review information re severance; calls re same

Work Date	Last Name	First Name	Title	Project Category	Hours	Work Amount	Description
10/31/2018	Charles	Scott K.	Partner	010	0.50	700.00	Review MIII materials re: severance; calls re same
11/02/2018	Charles	Scott K.	Partner	010	0.60	840.00	Review emails re PBGC termination of pension plan and review certain documents in connection therewith
11/05/2018	Charles	Scott K.	Partner	010	0.40	560.00	Review emails re PBGC claims; calls re same
11/05/2018	Snyder	Neil M.	Counsel	010	0.50	462.50	PBGC escrow
11/06/2018	Snyder	Neil M.	Counsel	010	0.30	277.50	PBGC mortgage release
11/07/2018	Snyder	Neil M.	Counsel	010	0.30	277.50	PBGC mortgage release
11/26/2018	Charles	Scott K.	Partner	010	0.10	140.00	Review email re: PBGC escrow
12/04/2018	Charles	Scott K.	Partner	010	1.30	1,820.00	Calls re PBGC matters
12/04/2018	Snyder	Neil M.	Counsel	010	1.00	925.00	Conference call
12/05/2018	Charles	Scott K.	Partner	010	0.70	980.00	Review materials regarding Plan Protection Agreement/PBGC claim
12/11/2018	Charles	Scott K.	Partner	010	0.60	840.00	Calls re PBGC claims
12/12/2018	Charles	Scott K.	Partner	010	1.50	2,100.00	Review various provisions of plan protection agreement; calls re PBGC claims
12/13/2018	Charles	Scott K.	Partner	010	0.20	280.00	Telephone calls re PBGC claims
12/14/2018	Charles	Scott K.	Partner	010	0.30	420.00	Calls re PBGC claim
12/16/2018	Charles	Scott K.	Partner	010	0.80	1,120.00	Review various documents regarding PBGC claims/PPA
12/19/2018	Charles	Scott K.	Partner	010	0.80	1,120.00	Telephone calls with various parties regarding PBGC claims
12/26/2018	Charles	Scott K.	Partner	010	0.30	420.00	Review info regarding PBGC claims
12/27/2018	Charles	Scott K.	Partner	010	0.40	560.00	Review info regarding PBGC claims
10/16/2018	Charles	Scott K.	Partner	011	0.30	420.00	Calls re retention
10/22/2018	Charles	Scott K.	Partner	011	0.20	280.00	Calls re retention
10/23/2018	Snyder	Neil M.	Counsel	011	0.60	555.00	WLRK retention application
10/24/2018	Charles	Scott K.	Partner	011	0.30	420.00	Telephone calls re retention
10/24/2018	Snyder	Neil M.	Counsel	011	0.50	462.50	WLRK retention application
10/25/2018	Wolf	Amy R.	Of Counsel	011	0.30	390.00	Calls re WLRK retention
10/25/2018	Charles	Scott K.	Partner	011	0.30	420.00	Telephone calls re WLRK retention
10/26/2018	Wolf	Amy R.	Of Counsel	011	0.40	520.00	Declaration and calls re same
10/26/2018	Charles	Scott K.	Partner	011	0.70	980.00	Review and comment on revisions to Wolf declaration; calls re same
10/26/2018	Snyder	Neil M.	Counsel	011	2.60	2,405.00	WLRK retention application
10/29/2018	Wolf	Amy R.	Of Counsel	011	0.20	260.00	US trustee comments
10/29/2018	Charles	Scott K.	Partner	011	1.00	1,400.00	Review revisions to WLRK retention papers; review US Trustee comments; telephone calls re the same
10/30/2018	Wolf	Amy R.	Of Counsel	011	0.40	520.00	WLRK retention
10/30/2018	Charles	Scott K.	Partner	011	0.40	560.00	Telephone calls re retention
10/30/2018	Snyder	Neil M.	Counsel	011	0.60	555.00	Revised declaration
10/31/2018	Snyder	Neil M.	Counsel	011	0.30	277.50	Communication regarding retention application
11/01/2018	Charles	Scott K.	Partner	011	0.30	420.00	Telephone calls re retention
11/01/2018	Snyder	Neil M.	Counsel	011	0.40	370.00	Calls regarding retention application
11/02/2018	Snyder	Neil M.	Counsel	011	0.50	462.50	Calls regarding retention application
11/06/2018	Charles	Scott K.	Partner	011	0.20	280.00	Calls re modifications to retention application
11/06/2018	Snyder	Neil M.	Counsel	011	1.70	1,572.50	Supplement to WLRK retention application; communication re same
11/07/2018	Charles	Scott K.	Partner	011	0.40	560.00	WLRK engagement
11/07/2018	Snyder	Neil M.	Counsel	011	0.70	647.50	Supplement to WLRK retention application; communication re same
11/08/2018	Snyder	Neil M.	Counsel	011	1.50	1,387.50	Supplements to WLRK retention application
11/15/2018	Wolf	Amy R.	Of Counsel	011	0.20	260.00	Emails re WLRK retention
11/16/2018	Snyder	Neil M.	Counsel	011	0.40	370.00	Communication regarding WLRK retention order
10/17/2018	Charles	Scott K.	Partner	013	3.10	4,340.00	Review various materials and information regarding DIP financing; telephone calls re same
10/24/2018	Charles	Scott K.	Partner	013	1.20	1,680.00	Review financial info regarding DIP Financing;
10/25/2018	Charles	Scott K.	Partner	013	0.60	840.00	Telephone calls re DIP financing and related matters
10/30/2018	Chatani	Neil K.	Associate	013	1.20	1,110.00	Discuss financing transactions
10/31/2018	Charles	Scott K.	Partner	013	0.60	840.00	Document request; calls re same and DIP financing process
11/05/2018	Snyder	Neil M.	Counsel	013	0.50	462.50	Review of potentially unencumbered assets
11/09/2018	Charles	Scott K.	Partner	013	0.30	420.00	Review pleadings/papers re DIP
11/12/2018	Snyder	Neil M.	Counsel	013	0.40	370.00	Review of financing agreements
11/26/2018	Charles	Scott K.	Partner	013	0.60	840.00	Review pleadings/papers re DIP Facility; telephone calls re same
11/27/2018	Snyder	Neil M.	Counsel	013	1.00	925.00	Attention to DIP hearing and preparation for same
12/05/2018	Snyder	Neil M.	Counsel	013	3.20	2,960.00	Preparation and production of closing sets; meetings regarding same
12/05/2018	Chatani	Neil K.	Associate	013	5.50	5,087.50	Production of closing sets; meetings regarding same
12/06/2018	Snyder	Neil M.	Counsel	013	3.20	2,960.00	Preparation and production of closing sets; communication regarding the foregoing
12/07/2018	Snyder	Neil M.	Counsel	013	4.50	4,162.50	Preparation and production of closing sets; communication regarding same
12/08/2018	Snyder	Neil M.	Counsel	013	1.20	1,110.00	Production of closing sets
12/12/2018	Snyder	Neil M.	Counsel	013	0.50	462.50	Closing statements
12/21/2018	Snyder	Neil M.	Counsel	013	0.30	277.50	Production
10/15/2018	Charles	Scott K.	Partner	018	0.60	840.00	Review certain real estate information
10/16/2018	Charles	Scott K.	Partner	018	1.60	2,240.00	Review real estate materials; calls re same
10/16/2018	Ross	Richard M.	Associate	018	0.10	85.00	Attention to matters relating to bankruptcy case
10/17/2018	Charles	Scott K.	Partner	018	0.80	1,120.00	Calls re real estate matters

Work Date	Last Name	First Name	Title	Project Category	Hours	Work Amount	Description
10/18/2018	Charles	Scott K.	Partner	018	1.50	2,100.00	Review and comment on A&G Agreement; calls re same
10/18/2018	Panovka	Robin	Partner	018	2.00	2,800.00	Penn Plaza
10/19/2018	Charles	Scott K.	Partner	018	0.90	1,260.00	Telephone calls with various parties regarding leases and other real estate matters
10/19/2018	Ross	Richard M.	Associate	018	0.30	255.00	Attention to real estate matters
10/19/2018	Snyder	Neil M.	Counsel	018	3.50	3,237.50	A&G engagement letter and calls regarding same; calls regarding landlord side letters; master leases
10/22/2018	Chen	Dianna	Counsel	018	3.00	2,925.00	Ground lease reviews and summaries.
10/22/2018	Charles	Scott K.	Partner	018	0.80	1,120.00	Review various real estate information
10/22/2018	Panovka	Robin	Partner	018	3.00	4,200.00	Penn Plaza
10/22/2018	Snyder	Neil M.	Counsel	018	2.30	2,127.50	Revised A&G engagement letter and calls regarding same
10/23/2018	Chen	Dianna	Counsel	018	3.00	2,925.00	Ground lease reviews and summaries.
10/23/2018	Charles	Scott K.	Partner	018	1.10	1,540.00	Calls re A&G agreement and real estate transactions
10/23/2018	Panovka	Robin	Partner	018	3.00	4,200.00	Penn Plaza
10/23/2018	Koenig	Mark A.	Counsel	018	1.00	975.00	Attention to real estate matters
10/23/2018	Ross	Richard M.	Associate	018	0.40	340.00	Review of ground leases
10/24/2018	Charles	Scott K.	Partner	018	0.70	980.00	Telephone calls with various parties regarding real estate process and A&G agreement
10/24/2018	Panovka	Robin	Partner	018	3.00	4,200.00	Penn Plaza
10/24/2018	Ross	Richard M.	Associate	018	0.30	255.00	Review of ground leases
10/25/2018	Charles	Scott K.	Partner	018	0.50	700.00	Telephone calls with various parties re A&G retention and real estate matters
10/25/2018	Ross	Richard M.	Associate	018	0.60	510.00	Review of ground leases
10/25/2018	Snyder	Neil M.	Counsel	018	1.00	925.00	Call re A&G engagement letter; A&G engagement letter
10/26/2018	Chen	Dianna	Counsel	018	3.75	3,656.25	Kmart ground lease reviews and summaries.
10/26/2018	Charles	Scott K.	Partner	018	0.70	980.00	Review comments to A&G agreements; calls re same
10/26/2018	Ross	Richard M.	Associate	018	0.50	425.00	Review of ground leases
10/26/2018	Snyder	Neil M.	Counsel	018	1.30	1,202.50	ABG retention agreement
10/27/2018	Snyder	Neil M.	Counsel	018	0.30	277.50	A&G retention agreement

Work Date	Last Name	First Name	Title	Project Category	Hours	Work Amount	Description
10/29/2018	Ross	Richard M.	Associate	018	0.40	340.00	Review of ground leases
10/30/2018	Charles	Scott K.	Partner	018	1.90	2,660.00	A&G agreement; review emails re A&G agreement; Penn Plaza calls re the foregoing
10/30/2018	Snyder	Neil M.	Counsel	018	1.20	1,110.00	ABG retention agreement;
10/30/2018	Roccisano	Suzanne	Lead Paralegal	018	0.25	68.75	Additional livelink docs and email to client for docs
10/31/2018	Charles	Scott K.	Partner	018	0.20	280.00	Review emails from Sears Real Estate
11/01/2018	Charles	Scott K.	Partner	018	0.80	1,120.00	Review emails re: A&G contract; telephone calls re same
11/05/2018	Chen	Dianna	Counsel	018	0.50	487.50	Telephone calls re Penn Plaza
11/05/2018	Charles	Scott K.	Partner	018	0.90	1,260.00	Telephone calls re real estate matters
11/06/2018	Charles	Scott K.	Partner	018	0.20	280.00	Review additional changes to A&G Realty Agreement; calls re same
11/06/2018	Snyder	Neil M.	Counsel	018	0.70	647.50	A&G agreement; communication re same
11/07/2018	Charles	Scott K.	Partner	018	0.50	700.00	Telephone calls re real estate matters
11/08/2018	Charles	Scott K.	Partner	018	0.30	420.00	Telephone calls re real estate matters
11/12/2018	Snyder	Neil M.	Counsel	018	0.30	277.50	A&G services agreement
11/13/2018	Charles	Scott K.	Partner	018	0.50	700.00	Review emails re: A&G; telephone calls re same and other real estate matters
11/14/2018	Snyder	Neil M.	Counsel	018	0.30	277.50	A&G services agreement
11/15/2018	Snyder	Neil M.	Counsel	018	0.50	462.50	A&G agreement
11/16/2018	Charles	Scott K.	Partner	018	0.70	980.00	Review emails re real estate matters; telephone calls re same
11/16/2018	Snyder	Neil M.	Counsel	018	0.70	647.50	Finalization of A&G services agreement
11/21/2018	Charles	Scott K.	Partner	018	0.50	700.00	Review financial information re: Buena Park sale; telephone calls re same
11/26/2018	Charles	Scott K.	Partner	018	0.90	1,260.00	Review information re: Buena Park/proposed sale transaction; calls re same
11/27/2018	Charles	Scott K.	Partner	018	2.80	3,920.00	Review various papers in connection with DIP hearing; attention to DIP hearing; telephone calls with various parties regarding the foregoing
11/28/2018	Wolf	Amy R.	Of Counsel	018	0.50	650.00	Calls re Penn Plaza.
11/28/2018	Charles	Scott K.	Partner	018	2.30	3,220.00	Review materials/documents regarding Buena Park; review materials re: Penn Plaza/MTA eminent domain; telephone calls re the foregoing and lease renegotiation process
11/29/2018	Charles	Scott K.	Partner	018	0.30	420.00	Telephone calls re real estate matters
12/03/2018	Charles	Scott K.	Partner	018	0.30	420.00	Calls re real estate matters
12/04/2018	Charles	Scott K.	Partner	018	0.20	280.00	Calls re real estate matters
12/13/2018	Wolf	Amy R.	Of Counsel	018	0.20	260.00	Emails and calls re Penn Plaza
12/13/2018	Charles	Scott K.	Partner	018	0.20	280.00	Telephone calls re Penn Plaza
					<b>382.80</b>	<b>463,657.50</b>	